



SCC21.2
(04/09)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
CLERK'S OFFICE
1300 E MAIN ST
RICHMOND, VA 23219
(804) 371-9733
(866) 722-2551 Toll-free in Virginia

Expedited Service Request

Business Entity Filing

****Read Information & Instructions pages before completing this form****

This form MUST be completed and placed on top of EACH document submission (so it can be readily identified as a request for expedited review and processing).

Entity Name: _____		Entity's SCC ID No. (if known): _____	
Return Evidence of Filing To: (Correspondent's name and address)		Return Evidence of Filing By: (mark all that apply)	
Contact Person: _____ Phone Number: () _____ - _____ ext _____ Fax Number: () _____ - _____ E-mail: _____		<input type="checkbox"/> Hold for Pickup (Available at 4:00 p.m.) <input type="checkbox"/> First-Class Mail <input type="checkbox"/> USPS Express Mail (Prepaid envelope required.) <input type="checkbox"/> Overnight via <input type="checkbox"/> UPS <input type="checkbox"/> Fed Ex (Completed airbill with account number required.) <input type="checkbox"/> Fax (Additional charge of \$25. Only available for Expedited Filings, Categories A and C.) Complete, if not correspondent: Name: _____ Fax No.: () _____ - _____	
~~~ See Information & Instructions for description of categories. ~~~ Expedited Service(s) Requested: (mark service requested)		***Expedite Fee(s): *** (does not include filing fee(s) – see footnote)	
<input type="checkbox"/> Category A Expedite Business Entity Document listed in Schedule A			
<input type="checkbox"/> Same Day Service (In by Noon)		\$ 200	
<input type="checkbox"/> Next Day Service (In by 4:00 p.m.)		\$ 100	
<input type="checkbox"/> Category B Preliminary Review of a Document listed in Schedule A (2 nd Business Day Service Only – In by 4:00 p.m.) (Note: No fee if document is a preliminary review resubmission within 30 days of initial submission.)		\$ 50	
<input type="checkbox"/> Category C Expedite Business Entity Document listed in Schedule C (Next Day Service Only – In by 4:00 p.m.)		\$ 50	
<input type="checkbox"/> Reinstatement Packet		\$ 50	
		I/O <input type="checkbox"/>	

***** Remember to include payment for all applicable fees (e.g., charter/entrance, reinstatement, filing, fax and expedite fees)**

Form SCC21.2 – Expedited Service Request

Information & Instructions

Revised: April 1, 2009

General Considerations

The Clerk's Office of the State Corporation Commission will use its best efforts to timely review and process business entity documents that are submitted for expedited service in accordance with these instructions and procedures.

Expedited service requests will be processed, to the extent possible, in the order in which they are received. *No document submitted for normal processing will be upgraded to receive expedited processing until Form SCC 21.2 and the requisite expedite fee(s) are received by the appropriate staff in the Clerk's Office and the staff locates the document.*

The following are **not subject to expedited service**: providing copies of filed documents and certificates of fact, including certificates of good standing; UCC filings; tax lien filings; registered agent resignations; annual report filings; annual continuation report filings; registration fee payments; and service of process. The practice of the Clerk's Office with respect to these matters is unchanged.

Request Requirements

An Expedited Service Request form (Form SCC21.2) must be completed and placed on **top** of each business entity document submission that is subject to expedited service (so the submission can be readily identified as a request for expedited service). Multiple documents require separate submissions. See Multiple Submissions below.

Payment for all required fees (including expedite, filing, charter/entrance, reinstatement and information order fees) must accompany the expedited service request. Please write one check for the total of all fees related to the submission.

The Expedited Service Request form has been prescribed by the Clerk's Office and, therefore, may not include information that is not called for on the form. Include any extraneous information in your cover letter, which should be placed immediately behind the Expedited Service Request form.

Hand Deliveries

To ensure that a hand-delivered document is promptly identified as an "expedite" at the time of delivery, it must be presented to the front desk of the Clerk's Office either (i) removed from its envelope (or with no envelope), with an Expedited Service Request form (SCC21.2) on top, or (ii) in an envelope that prominently displays the words "FORM SCC21.2 ENCLOSED."

(Note: "Hand deliveries" do not include documents delivered to the Commission by overnight delivery companies.)

Overnight Deliveries

Overnight delivery companies are required to make deliveries to the Commission's mailroom. They do not make their deliveries to the front desk of the Clerk's Office. Accordingly, there is usually a delay between the time that an overnight delivery is received by the Commission's mailroom and the time that it is received and identified as an expedite by the staff of the Clerk's Office.

Multiple Submissions

Each document submitted for expedited service must have its own Expedited Service Request form (on top) and will be charged a separate expedited service fee. (Example 1: Articles of dissolution and articles of termination are submitted for a corporation. To expedite the filing of both of these documents, an expedited service fee of \$50.00 will be charged for each document. Example 2: An application for reinstatement and articles of amendment are submitted for a corporation. To expedite the filing of both of these documents, expedited service fees of \$50.00 and \$100.00, respectively, will be charged.)

If two or more documents that relate to the same entity or transaction are submitted on the same day for expedited service, they should be submitted together. This will facilitate our contemporaneous processing of the documents. If the submissions include documents from Category A and Category C, the Category A submission needs to be placed on top, even if the correspondent's cover letter instructs us to file the Category C document first. If a single cover letter has been prepared for multiple submissions (which is preferred), the original or a copy of the cover letter needs to be placed behind the Expedited Service Request form for each submission.

Categories of Expedited Service

Category A – Business Entity Documents listed in Schedule A

Entails the review and processing of any document listed in Schedule A.

Same Day Service – \$200

Next Day Service – \$100

Category B – Preliminary Review of a Document listed in Schedule A (2nd Business Day Service only)

Entails the review of a draft of any document listed in Schedule A to determine if it contains a deficiency that would make the document unacceptable if submitted for filing. Subsequent modified drafts of the document resubmitted for preliminary review will be examined at no additional charge if submitted with Form SCC21.2 within 30 days of the initial submission. The resubmission should include the original submission's document control number (DCN), if known. (The DCN is printed on the expedite fee receipt for the initial submission.)

(Note: Preliminary review is not the equivalent of pre-filing clearance. Overlooked deficiencies will not be waived if recognized when a document is presented for filing. Only a document submitted with Form SCC21.2 can obtain preliminary review service. The Clerk's Office does not offer normal processing of a preliminary review request.)

Initial Submission – \$50

Resubmissions within 30 days of Initial Submission – No Charge

Category C – Business Entity Documents listed in Schedule C

Entails the review and processing of any document listed in Schedule C.

Next Day Service – \$50

Expedited Service Schedule

Same Day Service – Documents received in the Clerk's Office by 12:00 noon will be processed by 4:00 p.m. on the day of receipt.

Next Day Service – Documents received in the Clerk's Office by 4:00 p.m. will be processed by 4:00 p.m. on the next business day after receipt.

2nd Business Day Service – Documents received in the Clerk's Office by 4:00 p.m. will be processed by 4:00 p.m. on the 2nd business day after receipt.

A document accompanied by a request for expedited service is considered "received" when it is received and identified as an "expedite" by the Clerk's Office staff that processes such expedited documents.

The above schedules for the anticipated completion of expedited services are based on full business days (8:15 a.m. – 5:00 p.m.). When the Commission is closed for all or part of a day due to a holiday or emergency (e.g., inclement weather), the schedules will be extended for a like period of time.

The Clerk's Office strives to provide expedited services as promptly as possible. A request for next day service will not preclude same day service when that can be reasonably accomplished.

Fax Evidence of Expedited Filing

For an additional fee of \$25, the evidence of an expedited document's filing (e.g., certificate and receipt) will be transmitted by facsimile to a designated telephone number upon completion of the filing. (The original evidence will be sent to the correspondent by First-Class Mail unless another method of delivery is indicated on Form SCC 21.2.)

Effective Dates

Virginia Business Entities – Documents submitted for filing by a Virginia business entity are effective when filed with the Commission or upon the issuance of a certificate by the Commission, unless a later effective date is allowed by law and is specified in the document. See §§ 13.1-606, 13.1-806, 13.1-1004, 13.1-1203, 50-73.11, 50-73.52:4, 50-73.48:3 and 50-73.83 of the Code of Virginia. (Note: A document can have a delayed effective date if a delayed effective date is permitted by statute and the effective date is set forth in the document. It is not sufficient to request a delayed effective date in the cover letter that accompanies the document.)

Foreign (Non-Virginia) Business Entities – Documents submitted for filing by a foreign business entity are effective when filed with the Commission or upon the issuance of a certificate by the Commission. See §§ 13.1-606, 13.1-806, 13.1-1004, 13.1-1203, 50-73.55, 50-73.57 and 50-73.57:2 of the Code of Virginia. (Note: There is no provision in the Code of Virginia for a delayed effective date with respect to a foreign business entity document. Also, a foreign business entity document may not be filed with the Commission unless it is effective in the foreign business entity's home jurisdiction.)

To obtain the earliest possible effective date in accordance with the schedule for expedited services, the document **MUST** (1) be presented with an Expedited Service Request form, (2) be accompanied by payment for all required fees and (3) **be acceptable for filing as presented to the Commission**. Otherwise, the document will become effective when all deficiencies are remedied and it is reviewed, processed and filed.

Deficiencies, Corrections and Rejections

For a Category A, B or C submission, if the document contains a deficiency, the correspondent's contact person will be notified of all identified deficiencies within the timeframe for the requested service in the following order of priority: verbally (by telephone; messages will be left on voice mail), by e-mail, or in writing by fax.

For a Category A or C submission, the correspondent will have until 3:00 p.m. of the second business day following the date of notice to correct all deficiencies and make the document acceptable for filing. If the correspondent presents a revised submission to correct the deficiencies before the deadline, the document will be processed from the time the revised submission is received as if the revised submission was an original submission. In other words, the process will start anew. The document, with its revised submission, will be reviewed within the same timeframe as originally requested, and if it still contains deficiencies, another revised submission may be presented by 3:00 p.m. of the second business day after notice of the additional deficiencies. An unlimited number of revised submissions may be tendered to correct the deficiencies in an expedited document, provided that they are received before the deadline established by each deficiency notice. No additional expedited service fee will be required for any revised submission that is received before the deadline established by a deficiency notice.

If a revised Category A or C submission is not received within the allotted time to correct identified deficiencies, the document will be rejected and returned to the correspondent, and the expedited service fee shall be deemed fully utilized. Any resubmission of the document thereafter will require a new expedited service fee (and request form) if the resubmitted document is to be processed as an expedite.

Information Orders

A request for a certified or an uncertified copy of an expedited document after it is filed, a certificate of fact for the filing entity and other such requests related to the expedited filing will be processed by the Clerk's Office in accordance with previously established procedures. These requests are not subject to expedited processing and there may be a delay between the filing of an expedited document and the fulfillment of a related information order request.

The evidence of an expedited document's filing (receipt, order, certificate, etc.) and documents generated pursuant to a related information order request will be forwarded to the customer separately. Therefore, a customer must provide two completed airbills with the expedited submission if the customer wants both the evidence of an expedited filing and documents generated incident to a related information order request returned by overnight carrier.

Send the completed Expedited Service Request form, along with payment for all required fees made payable to the State Corporation Commission, to the Clerk of the State Corporation Commission, FORM SCC21.2 ENCLOSED, P. O. Box 1197, Richmond, VA 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1st floor, Richmond, VA 23219). The envelope must be clearly marked FORM SCC21.2 ENCLOSED. If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551. To obtain the current version of this form, visit our web site at www.scc.virginia.gov/clk/expsvc.aspx.

Schedule A: Business Entity Formation Documents, Amendments, Mergers, etc.

Corporations, Stock and Nonstock

- (1) Articles of Incorporation
- (2) Articles of Correction
- (3) Articles of Amendment or Restatement
- (4) Articles of Merger or Share Exchange
- (5) Articles of Entity Conversion
- (6) Articles of Domestication
- (7) Articles of Incorporation Surrender
- (8) Application for a Certificate of Authority (as a foreign corp.)
- (9) Amendment to Application for a Certificate of Authority

Limited Liability Companies

- (1) Articles of Organization
- (2) Certificate of Correction
- (3) Articles of Amendment and/or Restatement
- (4) Articles of Merger
- (5) Articles of Entity Conversion
- (6) Articles of Domestication
- (7) Articles of Organization Surrender
- (8) Articles of Cancellation (for a Virginia LLC)
- (9) Application for a Certificate of Registration as a Foreign LLC
- (10) Amended Application for Registration as a Foreign LLC
- (11) Cancellation of Certificate of Registration (as a Foreign LLC)

Limited Partnerships

- (1) Certificate of Limited Partnership
- (2) Amended and Restated Certificate of Limited Partnership
- (3) Certificate of Amendment to Certificate of Limited Partnership
- (4) Articles of Merger
- (5) Certificate of Cancellation – Virginia Limited Partnership
- (6) Application for a Certificate of Registration as a Foreign LP
- (7) Amended Application for Registration as a Foreign LP
- (8) Certificate of Cancellation – Foreign Limited Partnership

General Partnerships

- (1) Statement of Partnership Authority
- (2) Amendment to Partnership Statement
- (3) Cancellation of Partnership Statement
- (4) Renewal of a Statement of Partnership Authority
- (5) Statement of Denial
- (6) Statement of Dissociation
- (7) Statement of Dissolution
- (8) Statement of Merger

Registered Limited Liability Partnerships

- (1) Statement of Registration as a Virginia LLP
- (2) Statement of Registration as a Foreign LLP
- (3) Statement of Amendment
- (4) Statement of Cancellation of a Virginia LLP
- (5) Statement of Cancellation of a Foreign LLP

Business Trusts

- (1) Articles of Trust
- (2) Articles of Correction
- (3) Articles of Amendment
- (4) Articles of Restatement
- (5) Articles of Merger
- (6) Articles of Domestication
- (7) Articles of Trust Surrender
- (8) Articles of Entity Conversion
- (9) Articles of Cancellation – Virginia Business Trust
- (10) Application for a Certificate of Registration as a Foreign BT
- (11) Amended Application for Registration as a Foreign BT
- (12) Articles of Cancellation – Foreign Business Trust

Schedule C: Business Entity Documents – Other

Corporations, Stock and Nonstock

- (1) Articles of Dissolution
- (2) Articles of Termination of Corporate Existence
- (3) Articles of Revocation of Dissolution
- (4) Application for a Certificate of Withdrawal
- (5) Name Reservation Application
- (6) Name Reservation Renewal
- (7) Transfer of Reserved Name
- (8) Application for Registered Name
- (9) Registered Name Release
- (10) Fictitious Name Filing
- (11) Release of Fictitious Name
- (12) Change of Registered Office/Registered Agent
- (13) Reinstatement/Reentry Requirements Packet
- (14) Application for Reinstatement/Reentry

Limited Liability Companies

- (1) Name Reservation Application
- (2) Name Reservation Renewal
- (3) Transfer of Reserved Name
- (4) Fictitious Name Filing
- (5) Release of Fictitious Name
- (6) Change of Registered Office/Registered Agent
- (7) Reinstatement Requirements Packet
- (8) Application for Reinstatement

Limited Partnerships

- (1) Name Reservation Application
- (2) Name Reservation Renewal
- (3) Transfer of Reserved Name
- (4) Fictitious Name Filing
- (5) Release of Fictitious Name
- (6) Change of Registered Office/Registered Agent
- (7) Reinstatement Requirements Packet
- (8) Application for Reinstatement

Registered Limited Liability Partnerships

- (1) Change of Registered Office/Registered Agent
- (2) Restoration of Status Requirements Packet
- (3) Application for Restoration of Status

Business Trusts

- (1) Name Reservation Application
- (2) Name Reservation Renewal
- (3) Transfer of Reserved Name
- (4) Change of Registered Office/Registered Agent
- (5) Reinstatement Requirements Packet
- (6) Application for Reinstatement